

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x

**In re :**

**Case No. 18-23538 (RDD)**

**SEARS HOLDINGS CORPORATION, et al.<sup>1</sup> :**

**Chapter 11  
(Jointly Administered)**

**Debtors**

-----  
**INFORMATIVE MOTION  
REGARDING APPEARANCE OF LANDLORD AT MAY 8, 2019 HEARING**

Creditor and landlord of Kmart store in Frederiksted, VI (Store # 7413) referred to in various papers as SUNSHINE SHOPPING CENTER INC, MALL OF SAINT CROIX, SUNSHINE MALL, and HATIM YUSUF, through its undersigned attorney respectfully states and prays:

1. On 05/01/19 TRANSFORM HOLDCO LLC filed a NOTICE OF HEARING ON ASSUMPTION AND ASSIGNMENT AND CURE NOTICES OF TRANSFORM HOLDCO LLC

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); Service live Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); KmartCorporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); SearsHoldings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears HomeImprovement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp.(0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHCPromotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc.(6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC(8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc.(9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears BrandsManagement Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporateheadquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

(ECF No. 3461) scheduling for May 8, 2019 at 10:00 a.m. certain matters including the assumption and assignment of the lease corresponding to Store # 7413.

2. More specifically, the following pleadings are listed, *inter alia*, to be heard on said date:

DATE	ECF No.	DESCRIPTION
43482	1731	Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction (the "Initial Notice")
43573	3298	Notice of Assumption and Assignment of Additional Designatable Leases (ECF No. 3298)

3. On 1/21/2019 the appearing Landlord filed a CONDITIONAL OPPOSITION TO NOTICE OF CURE COSTS AND POTENTIAL ASSUMPTION (ECF No. 1929) to said Initial Notice.

4. On 1/31/2019 the appearing Landlord filed a SUPPLEMENTAL OPPOSITION TO NOTICE OF CURE COSTS AND POTENTIAL ASSUMPTION (ECF No. 2215) to said Initial Notice.

5. The parties are undergoing conversations to settle their differences regarding the amount of the cure claims, as well as certain concessions sought by tenant, which are being incorporated in a modified lease agreement.

6. Furthermore, the undersigned has a calendar conflict due to travel plans out of the country.

7. The undersigned discussed the foregoing with brother counsel Luke A. Barefoot, attorney for TRANSFORM HOLDCO LLC, and have agreed to a stipulated extension of time, and adjournment of hearing, to be filed shortly.

WHEREFORE, it is respectfully requested that the honorable court take notice of the foregoing, and that the undersigned be excused from appearing at the hearing of 5/8/2019.

I hereby certify that on this date, I caused a true and correct copy of this motion to be sent to each of the persons named on the attached Service List, by email (unless otherwise stated).

In San Juan, Puerto Rico, on May 4, 2019.

EDGARDO MUÑOZ, PSC  
364 Calle Lafayette  
San Juan PR 00917-3113  
Tel. (787) 753-3888

**s/ EDGARDO MUÑOZ**  
USDC (PR) NO. 125713  
[emunozPSC@gmail.com](mailto:emunozPSC@gmail.com)

**attorney for**  
SUNSHINE SHOPPING CENTER INC

**SERVICE LIST**

**I. Bid Notice Parties**

**a. Debtors**

Rob Riecker: [rob.riecker@searshc.com](mailto:rob.riecker@searshc.com)  
Luke Valentino: [luke.valentino@searshc.com](mailto:luke.valentino@searshc.com)  
Mohsin Meghji: [mmeghji@miiipartners.com](mailto:mmeghji@miiipartners.com)  
General Counsel: [counsel@searshc.com](mailto:counsel@searshc.com)

**b. Debtors' counsel**

Ray Schrock, Esq.: [ray.schrock@weil.com](mailto:ray.schrock@weil.com)  
Jacqueline Marcus, Esq.: [jacqueline.marcus@weil.com](mailto:jacqueline.marcus@weil.com)  
Garrett A. Fail, Esq. [garrett.fail@weil.com](mailto:garrett.fail@weil.com)  
Sunny Singh, Esq. [sunny.singh@weil.com](mailto:sunny.singh@weil.com)

**c. Debtors' investment banker: [project.blue.rx@lazard.com](mailto:project.blue.rx@lazard.com)**

**II. Buyer Parties**

**a. Buyer**

Kunal S. Kamlani: [kunal@eslinvest.com](mailto:kunal@eslinvest.com)  
Harold Talisman: [harold@eslinvest.com](mailto:harold@eslinvest.com)

**b. Counsel**

Christopher E. Austin, Esq.: [caustin@cgsh.com](mailto:caustin@cgsh.com)  
Benet J. O'Reilly, Esq.: [boreilly@cgsh.com](mailto:boreilly@cgsh.com)  
Sean A. O'Neal, Esq.: [soneal@cgsh.com](mailto:soneal@cgsh.com)

**III. Consultation Parties**

**a. Bank of America**

**Paul Leake, Esq.: [Paul.Leake@skadden.com](mailto:Paul.Leake@skadden.com)**

**Shana Elberg, Esq.: [Shana.Elberg@skadden.com](mailto:Shana.Elberg@skadden.com)**

**George Howard, Esq.: [George.Howard@skadden.com](mailto:George.Howard@skadden.com)**

**b. Wells Fargo Bank**

**Kevin J. Simard, Esq.: [ksimard@choate.com](mailto:ksimard@choate.com)**

**Jonathan D. Marshall, Esq.: [jmarshall@choate.com](mailto:jmarshall@choate.com)**

**c. Committee**

**Ira S. Dizengoff, Esq. : [idizengoff@akingump.com](mailto:idizengoff@akingump.com)**

**Philip C. Dublin, Esq.: [pdublin@akingump.com](mailto:pdublin@akingump.com)**

**Abid Qureshi, Esq.: [aqureshi@akingump.com](mailto:aqureshi@akingump.com)**

**Sara L. Brauner, Esq.: [sbrauner@akingump.com](mailto:sbrauner@akingump.com)**

**Transform Holdco, LLC Via First Class Mail**

**c/o ESL Partners, Inc.**

**Attention: Kunal S. Kamlani and Harold Talisman**

**E-mails:**

**[kunal@eslinvest.com](mailto:kunal@eslinvest.com);  
[harold@eslinvest.com](mailto:harold@eslinvest.com)**

**Cleary Gottlieb Steen & Hamilton LLP**

**Attention:**

**Christopher E. Austin, Benet J. O'Reilly and Sean A. O'Neal**

**VIA E-mails:**

**[caustin@cgsh.com](mailto:caustin@cgsh.com);  
[boreilly@cgsh.com](mailto:boreilly@cgsh.com);  
[soneal@cgsh.com](mailto:soneal@cgsh.com)**